

**DECLARATION AND POWER OF ATTORNEY**  
(Sole Inventor)

I, Stephan J. Mallenbaum hereby declare that I am a citizen of the United States and a resident of 26 Kolbert Drive, Scarsdale, New York 10583; that I have reviewed and understand the content of the specification, including the claims (Jones, Day, Reavis & Pogue Docket No. 699820301604), and I believe that I am the original, first, and sole inventor of the subject matter which is claimed therein and for which a patent is sought on the invention or discovery entitled

**LIQUIDITY PREFERRED STOCK**

and that I acknowledge my duty to disclose information of which I am aware which is material to the examination or patentability of this application, in accordance with Title 37, Code of Federal Regulations, Section 1.56(a).

I hereby claim priority of U.S. Serial No. 60/191,273 filed on March 22, 2000.

I hereby designate the following as my mailing address and telephone number:

Jones, Day, Reavis & Pogue  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114  
(216) 586-3939

and appoint each of the following as my attorneys with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Kenneth R. Adamo, Registration No. 27,299; Barbara Arndt, Registration No. 37,768; John V. Biernacki, Registration No. 40,511; David B. Cochran, Registration No. 39,142; Regan I. Fay, Registration No. 26,878; F. Drexel Feeling; Registration No. 40,602; Calvin P. Griffith, Registration No. 34,831; Warren M. Haines, III, Registration No. 40,632; Shawn A. McClintic, Registration No. 45,856; David M. Maiorana, Registration No. 41,449; Timothy J. O'Hearn, Registration No. 31,552; Stephen D. Scanlon, Registration No. 32,755; Jenny Sheaffer, Registration No. 45,099; H. Duane Switzer, Registration No. 22,431; Michael W. Vary, Registration No. 30,811; and James L. Wamsley, III, Registration No. 31,578

all having the above designated address.

I further declare that all statements made herein of my own knowledge are true and that all statements made herein on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and

Stephan J. Mallenbaum

Date 21 MAR 2001

### Post Office

and Residence Address: 26 Kolbert Drive, Scarsdale, New York 10583